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And

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Counsel to U.S. Bank National Association, as Trustee

**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

In re:

NORTHWEST AIRLINES CORPORATION, *et al.*,

Debtors.

GENERAL FOODS CREDIT CORP.,

Appellant,

v.

NORTHWEST AIRLINES, INC.

Appellee.

Chapter 11

Case No. 05-17930 (ALG)

Jointly Administered

Case. No. 07-cv-7940 (SAS)

FILED
 U.S. DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK
 2007 OCT 31 11:35

**MOTION FOR ADMISSION OF AMY A. ZUCCARELLO
TO PRACTICE *PRO HAC VICE***

92-25-
 OCT 31 2007 10:35 AM

1. Shmuel Vasser (the “Movant”), a member in good standing of the bar of the State of New York, an attorney admitted to practice before the United States District Court for the District of New York, and a partner with Edwards Angell Palmer & Dodge LLP hereby submits this motion (the “Motion”) to this court for an order permitting Amy A. Zuccarello to practice *pro hac vice* before the United States District Court for the Southern District of New York to appear and represent U.S. Bank National Association under Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York in the above-captioned proceeding. In support of the Motion, the Movant states as follows:

2. Amy A. Zuccarello is an attorney with the law firm Edwards Angell Palmer & Dodge LLP. Based on the Certificate of Admission and Good Standing attached hereto as Exhibit A, Ms. Zuccarello is a member in good standing of the bar of the Commonwealth of Massachusetts. There are no disciplinary proceedings against Ms. Zuccarello.

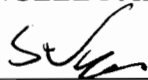
3. The Movant requests that this Court allow this Motion so that Ms. Zuccarello may file pleadings and appear and be heard at hearings in the above captioned proceedings.

4. Ms. Zuccarello agrees to pay the fee of \$25 upon approval of this Motion by the Court.

WHEREFORE, the Movant respectfully requests that this Court enter an Order permitting Ms. Zuccarello to appear *pro hac vice* as counsel for U.S. Bank National Association in the above captioned proceedings.

Dated: New York, New York
October 26, 2007

EDWARDS ANGELL PALMER & DODGE LLP

By:  _____

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**AFFIDAVIT OF SHMUEL VASSER IN SUPPORT OF MOTION FOR ADMISSION OF
AMY A. ZUCCARELLO TO PRACTICE *PRO HAC VICE***

State of New York)
)
County of New York) ss:


Shmuel Vasser, being duly sworn, hereby deposes and says as follows:

1. I am a member in good standing of the bar of this Court and of the firm Edwards Angell Palmer & Dodge LLP, attorneys for U.S. Bank National Association, as Trustee.
2. I make this affidavit in support of my Motion for Admission of Amy A. Zuccarello To Practice Pro Hac Vice (the "Motion").
3. Ms. Zuccarello is an associate at the law firm Edwards Angell Palmer & Dodge LLP.
4. Ms. Zuccarello serves the highest standards of professionalism and of ethical conduct.

WHEREFORE, it is respectfully requested that the Motion be granted.

Dated: New York, New York
October 31, 2007

EDWARDS ANGELL PALMER & DODGE LLP

By: 
Shmuel Vasser
750 Lexington Avenue, 8th Floor
New York, New York 10022
(212) 308-4411


Notary

JOHN FRANCAVILLO
Notary Public, State of New York
No. 24-4838118
Qualified in Kings County
Certificate Filed in Kings County
Commission Expires Oct. 31, 2009

EXHIBIT A

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **twenty-fifth** day of **January** A.D. **2002**, said Court being the highest Court of Record in said Commonwealth:

Amy Andronica Zuccarello

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this **twenty-third** day of **October** in the year of our Lord **two thousand and seven**.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

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SOUTHERN DISTRICT OF NEW YORK**

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ORDER

ORDERED, that Amy A. Zuccarello is admitted to practice *pro hac vice* in the above captioned proceedings, subject to payment of the filing fee.

Dated: _____, 2007
New York, New York

Honorable Shira A. Scheindlin

Richard Hiersteiner
Jeanne P. Darcey
Amy A. Zuccarello
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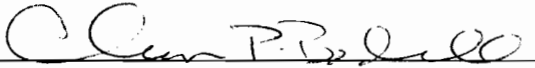
ATTORNEY'S AFFIRMATION OF SERVICE

I, Charlotte P. Bodell, Esq., hereby certify that on the date written below I caused to be served to the persons listed on the attached Service List, via email or U.S. First Class Mail (all

costs prepaid), a true copy of the *Motion for Admission of Amy A. Zuccarello to Practice Pro Hac Vice*.

Dated: Boston, Massachusetts
October ~~30~~ 2007

EDWARDS ANGELL PALMER & DODGE LLP

/s/ 

Charlotte P. Bodell, Esq.
111 Huntington Ave.
Boston, MA 02199

SERVICE LIST

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